

RECORDATION NO. 12905-
Filed 1428

APR 13 1981

INTERSTATE COMMERCE COMMISSION
OFFICES

RECORDATION NO. 12905-
Filed 1428

APR 13 1981 05 PM

INTERSTATE COMMERCE COMMISSION

Mrs. Agatha L. Mergenovich
Secretary
Interstate Commerce Commission
12th and Constitution Avenues, N. W.
Washington, D.C. 20423

Attention: Mrs. Mildred Lee, Room 2227

Dear Madam Secretary:

There are handed to you herewith, for recording in compliance with the provisions of Section 20c of the Interstate Commerce Commission, four executed original counterparts each of Individual Sale Records Nos. 2 through 7, which are supplemental to the Master Conditional Sale Agreement recorded on February 11, 1981, file number 12905, and Individual Leasing Records Nos. 2 through 7 supplemental to the Master Leasing Agreement also recorded on February 11, 1981, file number 12905-A. Also enclosed is this Company's check in the amount of \$240.00 in payment of the required recording fees.

The following information is set forth in accordance with the provisions of Section 57.4 of the Commission's Order of July 28, 1952, as amended:

Name and Address of Conditional Seller:

The Commonwealth Plan, Inc.
2655 Campus Drive, Suite 200
San Mateo, California 94403

Name and Address of Conditional Buyer and Lessor:

Southwestern States Management Co.
701 Commerce Street
Dallas, Texas 75202

Name and Address of Lessee:

Missouri-Kansas-Texas Railroad Company
701 Commerce Street
Dallas, Texas 75202

RECORDATION NO. 12905-
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APR 13 1981 05 PM

INTERSTATE COMMERCE COMMISSION
AREA OFFICE
573-1200

RECORDATION NO. 12905-
Filed 1428

APR 13 1981 05 PM

INTERSTATE COMMERCE COMMISSION

No. 1-1034116
APR 13 1981
Date...
Fee \$ 240.00
ICC Washington, D. C.

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Interstate Commerce Commission
April 13, 1981
Page Two

General Description of the Equipment Covered by the Agreements:

Individual Sale Record No. 2 and Individual Leasing Record No. 2:

Seventy-four (74) 70-ton covered hopper cars, approximately
2600 cu. ft. capacity
Identifying Marks: BKTY 1300, 1302-1374

Individual Sale Record No. 3 and Individual Leasing Record No. 3:

Two (2) 100-ton 60'105" cushion underframe box cars, AAR-XML
Identifying Marks: BKTY 648, 649

Individual Sale Record No. 4 and Individual Leasing Record No. 4:

Twenty-eight (28) 100-ton covered hopper airslide cars,
approximately 4180 cu. ft. capacity, AAR-LO
Identifying Marks: BKTY 1200-1207, 1209-1228

Individual Sale Record No. 5 and Individual Leasing Record No. 5:

Four (4) 70-ton covered hopper airslide cars, 2600 cu. ft.
capacity, AAR-LO
Identifying Marks: BKTY 1050-1053

Individual Sale Record No. 6 and Individual Leasing Record No. 6:


Twenty-three (23) 100-ton 50'1" insulated cushion underframe
box cars, AAR-RBL
Identifying Marks: BKTY 75-85, 87-98

Individual Sale Record No. 7 and Individual Leasing Record No. 7:

Forty-seven (47) 100-ton covered hopper cars, approximately
4427 cu. ft capacity
Identifying Marks: BKTY 1100-1120, 1122-1126, 1128-1135, 1137-1149

When recording of the enclosed documents has been completed,
will you kindly return to our representative three counterparts
of each document.

Very truly yours,


Robert A. Fuller
Counsel

RAF/glj
Enclosures

INDIVIDUAL LEASING RECORD

I.L.R. NO. 3

Effective Date of Lease April 1, 1981

DESCRIPTION OF EQUIPMENT	NUMBER OF UNITS	IDENTIFICATION NUMBERS	ACQUISITION COST PER UNIT	AGGREGATE ACQUISITION COST
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100-ton 60'105" cushion
underframe box cars,
AAR-XML

2 BKTY 648, 649

\$ 25,500 \$ 51,100

1-103A116

No. APR 13 1981
Date APR 13 1981
Fee \$ 12905.18

RECORDATION NO. 12905.18 Filed 1025

APR 13 1981 12 05 PM

INTERSTATE COMMERCE COMMISSION

ICC Washington, D. C.

Amount of Monthly Interim Rent Covering the
above Equipment Prior to October 1, 1981:

\$150

End of Lease Term: September 30, 1996

Amount of Quarterly Rent on the Aggregate Acquisition Cost
Commencing October 1, 1981 and Continuing for 60 Quarters:

\$11,256.27

TOTAL \$ 51,100

The undersigned Lessor hereby leases to the undersigned Lessee, and the Lessee acknowledges delivery to it in good condition of, the Equipment described herein. The covenants, terms and conditions of this lease are those contained in a Master Leasing Agreement between the undersigned Lessor and Lessee dated as of December 1, 1980, which covenants, terms and conditions are hereby incorporated by reference.

SOUTHWESTERN STATES MANAGEMENT CO., LESSOR

By W. H. Zwickel

Title _____


MISSOURI-KANSAS-TEXAS RAILROAD COMPANY, LESSEE

By W. H. Zwickel

Title _____

STATE OF TEXAS)
)
COUNTY OF DALLAS)

On this 30th day of March, 1981, before me personally appeared H. O. Brandt, to me personally known, who, being by me duly sworn, says that he is Vice President of Southwestern States Management Co., that one of the seals affixed to the foregoing instrument is the corporate seal of said corporation, that said instrument was signed and sealed on behalf of said corporation by authority of its Board of Directors, and he acknowledged that the execution of the foregoing instrument was the free act and deed of said corporation.

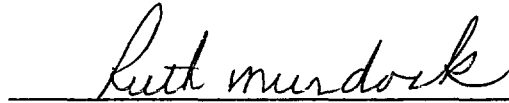

Fannie Garrett-Meador Notary Public

My Commission expires:

December 10, 1981

STATE OF TEXAS)
)
COUNTY OF DALLAS)

On this 30th day of March, 1981, before me personally appeared W. H. Zeidel, to me personally known, who, being by me duly sworn, says that he is Vice President of Missouri-Kansas-Texas Railroad Company, that one of the seals affixed to the foregoing instrument is the corporate seal of said corporation, that said instrument was signed and sealed on behalf of said corporation by authority of its Board of Directors, and he acknowledged that the execution of the foregoing instrument was the free act and deed of said corporation.


Ruth Murdock Notary Public

My Commission expires:

December 31, 1984